

ARCO LEASING LIMITED**DIRECTORS' REPORT**

TO THE SHAREHOLDERS

Your Directors have pleasure in presenting the TWENTY THIRD Annual Report of the Company together with Audited Statement of Accounts for the year ended 31st March, 2007

1] FINANCIAL RESULTS:

	FOR THE YEAR ENDED 31-03-2007 (Rs.)	FOR THE YEAR ENDED 31-03-2006 (Rs.)
Gross Receipts	88,954	2,22,222
Gross Profit / (Loss) before Depreciation	(24,635)	(17,988)
Less: Depreciation	3,521	4,126
Net Profit / (Loss) Before Tax	(28,156)	(22,114)
Less: Provision for Fringe Benefit Tax	Nil	2,536
Add: Deferred Tax Asset Created	7,178	15,231
Net Profit / (Loss)	(20,978)	(9,419)

2] DIVIDENDS:

Your Directors do not recommend any dividend.

3] EMPLOYEES:

There are no employees drawing remuneration exceeding the amount prescribed under the provisions of Section 217(2A) of the Companies Act, 1956.

4] DISCLOSURE OF OTHER PARTICULARS:

Particulars as required in accordance with the provisions of Section 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the report of Board of Directors) Rules, 1988, are not applicable to the company.

5] AUDITORS:

M/s. ANIL G. GANDHI & CO Chartered Accountants are willing to continue in office as Auditors of the Company are recommended for reappointment.

Contd...2/-

6) **DIRECTORS' RESPONSIBILITY STATEMENT:**

The Board of Directors of the Company confirms:

- i. that in the preparation of the annual accounts, the applicable accounting standards have been followed and there has been no material departure;
- ii. that the selected accounting policies were applied consistently and the directors made judgment and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2007 and of the profit of the Company for the year ended on that date;
- iii. that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. that the annual accounts have been prepared on a going concern basis.

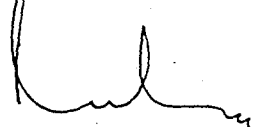
COMPLIANCE CERTIFICATE:

A Compliance Certificate under Section 383A of the Companies Act, 1956, received from the Company Secretary in whole time practice is attached herewith.

8) **ACKNOWLEDGEMENTS:**

The Directors wish to place on the record their appreciation for co-operation received by the company from its Bankers and Employees.

For and on behalf of the Board



Rajendra Ruia
Chairman

MUMBAI

DATE :- 14th August 2007

ANIL G. GANDHI
B.COM.F.C.A
CHARTERED ACCOUNTANT

ANIL G. GANDHI & CO.
CHARTERED ACCOUNTANTS

B/3, Ashavihar, Hendre Pada, Badlapur (West) Pin 421503
Phone : 9422475480

AUDITOR'S REPORT

To

The Members Of
ARCO LEASING LIMITED

We have audited the attached Balance Sheet of ARCO LEASING LIMITED as at 31st March, 2007 and the Profit & Loss Account and the Cash Flow Statement of the company for the year ended on that date annexed thereto. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We have conducted our audit in accordance with auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidences supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion and report that :

1. As required by the Companies (Auditors' Report) order, 2003 issued by the Central Government of India in terms of section 227 (4A) of the Companies Act, 1956, we enclose in the Annexure, a statement on the matters specified in paragraphs 4 and 5 of the said Order.

2. Further to our comments in the annexure referred to in para 1 above, we report that:

A. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit

B. In our opinion proper Books of Account as required by law have been kept by the company, so far as it appears from our examination of those books.

C. The Balance Sheet and the Profit & Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account.

D. In our opinion, the Balance Sheet and the Profit & Loss Account and Cash Flow Statement dealt with by this report comply with the accounting Standards referred to in section 211(3C) of the Companies Act 1956.

E. On the basis of the written representations received from the Directors as on 31st March 2007 and taken on record by the Board of Directors , we report that none of the directors is disqualified as on 31st March 2007 from being appointed as a Director in terms of clause (g) of subsection (1) of section 274 of the Companies Act, 1956.

F. In our opinion and to the best of our information and according to the explanations given to us , the said accounts read with the notes on accounts, give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

I In the case of the Balance Sheet , of the state of affairs of the Company as at 31st March 2007 and

II In the case of the Profit & Loss Account of the LOSS of the Company for the year ended on that date.

III In the case of the Cash Flow Statement , of the cash flows for the year ended on that date.

FOR ANIL G. GANDHI & CO
CHARTERED ACCOUNTANTS

PLACE :BADLAPUR
DATE:14/08/2007



A handwritten signature in cursive script, appearing to read "Anil G. Gandhi".

ANIL G. GANDHI
PROPRIETOR
MEMBERSHIP NO.49589